

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549



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ANNUAL AUDITED REPORT

FORM X-17A-5

PART III

SEC FILE NUMBER

8- 68942

FACING PAGE

Information Required of Brokers and Dealers Pursuant to Section 17 of the  
Securities Exchange Act of 1934 and Rule 17a-5 Thereunder

REPORT FOR THE PERIOD BEGINNING January 1, 2014 AND ENDING December 31, 2014  
MM/DD/YY MM/DD/YY

A. REGISTRANT IDENTIFICATION

NAME OF BROKER-DEALER:

SOLIC CAPITAL, LLC

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

1603 ORRINGTON AVENUE, SUITE 1600

(No. And Street)

EVANSTON

ILLINOIS

(City)

(State)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

PAUL HOGAN

847-583-2014

B. ACCOUNTANT IDENTIFICATION

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

PARITZ & COMPANY, P.A.

(Name - if individual, state last, first, middle name)

15 WARREN STREET

HACKENSACK

NEW JERSEY

07601

(Address)

(City)

(State)

(Zip)

CHECK ONE:

☒ Certified Public Accountant

☐ Public Accountant

☐ Accountant not resident in United States or any of its possessions

FOR OFFICIAL USE ONLY

\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 140.17a-5(e)(2)

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SEC 1410 (06-02)

OATH OR AFFIRMATION

I, Paul Hogan, swear (or affirm) that,  
to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm  
of SOLIC CAPITAL LLC

as of DECEMBER 31, 20 14, are true and correct. I further swear  
(or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any  
account classified solely as that of a customer, except as follows:



Paul F. Hogan  
Signature

CFV

Title

Jean-Marie Freise  
Notary Public

This report \*\* contains (check all applicable boxes):

- ☒ (a) Facing Page.
- ☒ (b) Statement of Financial Condition.
- ☒ (c) Statement of Operations.
- ☒ (d) Statement of Changes in Financial Condition.
- ☒ (e) Statement of Changes in Stockholders= Equity or Partners= or Sole Proprietors= Capital.
- ☒ (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- ☒ (g) Computation of Net Capital.
- ☒ (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- ☒ (i) Information relating to the Possession or Control Requirements Under Rule 15c3-3.
- ☐ (j) A reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-3 and the computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- ☐ (k) A reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- ☒ (l) An Oath or Affirmation
- ☐ (m) A copy of the SIPC Supplemental report
- ☐ (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.
- ☒ (o) Independent Auditors= Supplementary Report on Internal Control

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

**SOLIC CAPITAL, LLC**

**FINANCIAL STATEMENTS  
AND  
SUPPLEMENTARY INFORMATION  
WITH  
INDEPENDENT AUDITORS' REPORT**

**YEAR ENDED DECEMBER 31, 2014**

# **SOLIC CAPITAL, LLC**

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15 Warren Street, Suite 25  
Hackensack, New Jersey 07601  
(201) 342-7753  
Fax: (201) 342-7598  
www.paritz.com

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Member  
of Solic Capital LLC

We have audited the accompanying financial statements of Solic Capital LLC (a Delaware corporation), which comprise the statement of financial condition as of December 31, 2014, and the related statements of operations, changes in member's equity, and cash flows for the year then ended that are filed pursuant to Rule 17a-5 under the Securities Exchange Act of 1934, and the related notes to the financial statements and supplemental information. Solic Capital LLC's management is responsible for these financial statements. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. The company is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. Our audit included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial condition of Solic Capital LLC as of December 31, 2014, and the results of its operations and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

The Computation of Aggregate Indebtedness and Net Capital pursuant to Rule 15c3-1 of the Securities and Exchange Commission has been subjected to audit procedures performed in conjunction with the audit of Solic Capital LLC's financial statements. The supplemental information is the responsibility of Solic Capital LLC's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable, and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with Rule 17a-5 of the Securities Exchange Act of 1934. In our opinion, the supplemental information is fairly stated, in all material respects, in relation to the financial statements as a whole.

A handwritten signature in cursive script that reads 'Paritz &amp; Company, P.A.'.

Hackensack, NJ

February 11, 2015

**SOLIC CAPITAL, LLC**  
**STATEMENT OF FINANCIAL CONDITION**  
**YEAR ENDED DECEMBER 31, 2014**

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**ASSETS**

<b>CURRENT ASSETS:</b>	
Cash	<u>\$ 135,679</u>
Total Current Assets	<u>\$ 135,679</u>
 <b>OTHER ASSETS:</b>	
Loan Receivable	<u>\$ 203,333</u>
 <b>TOTAL ASSETS</b>	 <u><b>\$339,012</b></u>

**LIABILITIES & MEMBER'S CAPITAL**

<b>CURRENT LIABILITIES</b>	
Accounts Payable	<u>\$6,500</u>
Total Current Liabilities	<u>\$6,500</u>
 <b>MEMBER'S CAPITAL</b>	 <u><b>\$332,512</b></u>
 <b>TOTAL LIABILITIES &amp; MEMBER'S CAPITAL</b>	 <u><b>\$339,012</b></u>

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See notes to financial statements

**SOLIC CAPITAL, LLC**

**STATEMENT OF OPERATIONS**

**YEAR ENDED DECEMBER 31, 2014**

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<b>REVENUE</b>		
	Fee Income	\$ 305,444
	Interest Income	<u>\$ 18,128</u>
	<b>TOTAL INCOME</b>	<b><u>\$ 323,572</u></b>
<b>EXPENSES</b>		
	General and Administrative	\$55,281
	Management Fee – related party	<u>\$14,992</u>
	<b>TOTAL EXPENSES</b>	<b><u>\$70,273</u></b>
<b>NET INCOME</b>		<b><u>\$ 253,299</u></b>
<b>MEMBER'S EQUITY – BEGINNING OF YEAR</b>		\$110,916
<b>CONTRIBUTED CAPITAL</b>		\$118,297
<b>DISTRIBUTIONS</b>		<u>(150,000)</u>
<b>MEMBER'S EQUITY – END OF YEAR</b>		<b><u>\$332,512</u></b>

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See notes to financial statements

**SOLIC CAPITAL, LLC**

**STATEMENT OF CHANGES IN MEMBER'S EQUITY  
YEAR ENDED DECEMBER 31, 2014**

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	Contributed Capital	Accumulated Earnings	Total Member's Equity
<b>BALANCE – JANUARY 1, 2014</b>	\$207,250	\$(96,334)	\$110,916
Contributed Capital	\$118,297		\$118,297
Distributions	\$(150,000)		\$(150,000)
Net Income	<u>          </u>	<u>\$253,299</u>	<u>\$253,299</u>
 <b>BALANCE – DECEMBER 31, 2014</b>	 <u><b>\$175,547</b></u>	 <u><b>\$156,965</b></u>	 <u><b>\$332,512</b></u>

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See notes to financial statements



**SOLIC CAPITAL, LLC**

**STATEMENT OF CASH FLOWS  
YEAR ENDED DECEMBER 31, 2014**

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**OPERATING ACTIVITIES:**

Net Income

\$253,299

Changes in Operating assets and liabilities:

Loan receivable

(136,666)

Accounts Payable

1,500

Net cash provided by operating activities

\$118,132

**FINANCING ACTIVITIES**

Capital Contributions

\$118,298

Distributions

(150,000)

Net cash used in financing activities

\$(31,702)

Net cash increase for year

\$ 86,430

**CASH AND CASH EQUIVALENTS AT BEGINNING OF YEAR**

\$ 49,249

**CASH AND CASH EQUIVALENTS AT THE END OF YEAR**

**\$ 135,679**

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See notes to financial statements

## **SOLIC CAPITAL, LLC**

### **NOTES TO FINANCIAL STATEMENTS DECEMBER 31, 2014**

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#### **1 BUSINESS DESCRIPTION**

##### ***Business***

SOLIC Capital, LLC, (the "Company") is a wholly-owned subsidiary of SOLIC Holdings, LLC and was incorporated in the State of Delaware on May 24, 2011.

The Company is a registered securities broker-dealer in various states and is a member of the Financial Industry Regulation Authority (FINRA) and the Securities Investor Protection Corporation (SIPC). The Company does not maintain customer accounts nor does it currently have a clearing arrangement.

To generate revenue, the Company may raise capital through financial advisory services for private placement and mergers and acquisitions.

#### **2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

##### ***Basis of presentation***

The financial statements have been prepared on the accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America under the FASB Accounting Standards Codification (ASC).

##### ***Cash and cash equivalents***

The Company considers as cash equivalents all short-term investments with an original maturity of three months or less, which are highly liquid and are readily exchangeable for cash at amounts equal to their stated value.

##### ***Income taxes***

The Company is organized as a Limited Liability Company ("LLC") and is disregarded as an entity for Federal tax purposes and, therefore, has no Federal tax liability. State tax liabilities are determined under individual state tax laws. The Company's income or loss is included in the Federal and state consolidated tax returns of the parent company, which is a partnership.

##### ***Revenue recognition***

The Company recognizes revenue for consulting work that culminates in a securities transaction for which the Company is engaged to provide services in connection with a transaction, the closing of which involves the exchange of securities between two or more parties, and for which the Company is compensated in the form of success fees based on a percentage of the value (some or all) of the resulting transaction. The incremental revenue amounts are generally contingent on a specific event and the incremental revenues are recognized when the contingencies are resolved.

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In limited circumstances, the Company recognized revenues as the related professional services provided. In connection with recording revenues, estimates and assumptions are required in determining the expected conversion of the revenues to cash. The Company may provide multiple services under the terms of an arrangement. There are also client engagements where the Company is paid a fixed amount for its service. The recording of these fixed revenue amounts requires the Company to make an estimate of the total amount of work to be performed and revenue is then recognized as efforts are expended based on (i) objectivity determinable output measures, (ii) input measures if output measures are not reliable, or (iii) the straight-line method over the term of the arrangement.

Total revenues include reimbursable costs, which are billed to customers. These reimbursable costs are recorded as a component of costs of service.

#### *Use of estimates*

The preparation of financial statements in conformity with Generally Accepted Accounting Principles ("GAAP") requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the dates of the financial statements and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from those estimates.

#### *Impairment of long-lived assets*

The Company periodically evaluates whether events or circumstances have occurred that indicate long-lived assets may not be recoverable or that the remaining useful life may warrant revision. When such events or circumstances are present, the Company assesses the recoverability of long-lived assets by determining whether the carrying value will be recovered through the expected undiscounted future cash flows resulting from the use of the asset. In the event the sum of the expected undiscounted future cash flows is less than the carrying value of the asset, an impairment loss equal to the excess of the asset's carrying value over its fair value is recorded. Fair value is determined based on discounted cash flows or appraised values depending on the nature of the assets. The long-term nature of these assets requires the estimation of cash inflows and outflows several years into the future.

#### *Fair value measurements*

The Company adopted the provisions of ASC Topic 820, "Fair Value Measurements and Disclosures", which defines fair value as used in numerous accounting pronouncements, establishes a framework for measuring fair value and expands disclosure of fair value measurements.

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ASC 820 defines fair value as the exchange price that would be received for an asset or paid to transfer a liability (an exit price) in the principal or most advantageous market for the asset or liability in an orderly transaction between market participants on the measurement date. ASC 820 also establishes a fair value hierarchy, which requires an entity to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. All assets and liabilities are level 1. ASC 820 describes three levels of inputs that may be used to measure fair value:

Level 1 — quoted prices in active markets for identical assets or liabilities

Level 2 — quoted prices for similar assets and liabilities in active markets or inputs that are observable

Level 3 — inputs that are unobservable (for example cash flow modeling inputs based on assumptions).

### **3 LOAN RECEIVABLE**

The Company has provided a revolving credit facility to a business pursuant to where the business can borrow up to \$5,000,000 and where SOLIC's portion of the loan is 6.67% with a maximum of \$333,500. Interest shall accrue on the unpaid principal balance at a fixed per annum rate of 8% and is due on August 1, 2016. All accrued unpaid interest on the unpaid principal balance on the monthly loan shall be payable monthly in arrears. As of December 31, 2014, the balance of the loan was \$203,333.

### **4 NET CAPITAL REQUIREMENTS UNDER SEC RULE 15c3-1**

As a broker/dealer, the Company is subject to SEC Rule 15c3-1, *Net Capital Requirements for Brokers or Dealers*, (the "Rule") which requires the maintenance of minimum net capital. The rule requires that the Company maintain minimum net capital, as defined, of \$5,000 at December 31, 2014. The Rule also requires that the Company's ratio of aggregate indebtedness to net capital, as those terms are defined by the Rule, may not exceed 15 to 1. At December 31, 2014, the Company's net capital was \$129,179 which was \$124,179 in excess of its required net capital and its ratio of indebtedness to net capital was 5.03%.

### **5 RESERVE REQUIREMENTS UNDER SEC RULE 15c3-3**

SEC Rule 15c3-3, Customer Protection – Reserves and Custody of Securities (the "Rule"), requires, among other things, every broker or dealer to maintain a Reserve Bank Account in an amount not less than the amount computed in accordance with the Reserve Requirement formula provided under the Rule, unless such broker or dealer is exempted under the exemptive provisions of the Rule. The Company does not carry securities accounts for customers or perform custodial functions relating to customers' securities. Accordingly, pursuant to Rule 15c3-3(k)(2)(i), the Company is exempted from the provisions of this rule.

### **6 INCOME TAXES**

As the Company is organized as a single member liability company and is disregarded as an entity for tax purposes and its taxable income is reported by the parent company, there is no tax expense/benefit recorded by the Company.

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Temporary differences between the amounts reported in the financial statements and the tax basis of assets and liabilities result in deferred taxes. As a disregarded entity, the Company does not report its deferred tax assets or liabilities in its financial statements. Rather, the parent company will report any related deferred tax items in its financial statements.

**7 MANAGEMENT AGREEMENT – RELATED PARTY FEES**

Pursuant to an agreement with a related party to perform certain services relating to the management of various aspects of the Company's business, SOLIC Capital agreed to pay the related party a monthly fee based on an allocation percentage of, among other things, salaries, benefits, and other overhead expenses. Such fees shall be reimbursed on or before the last day of the following month.

**8 SUBSEQUENT EVENTS**

The Company has evaluated events occurring after the date of these financial statements through February 11, 2015, the date that these financial statements were issued.



15 Warren Street, Suite 25  
Hackensack, New Jersey 07601  
(201) 342-7753  
Fax: (201) 342-7598  
www.paritz.com

## REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Member  
of SOLIC Capital, LLC

We have reviewed management's statements, included in the accompanying Computation For Determination of Reserve Requirements And Information Relating to Possession of Control Requirements Under Rule 15c3-3 Of The Securities and Exchange Commission, in which (1) SOLIC Capital, LLC identified the following provisions of 17 C.F.R. §15c3-3(k) under which SOLIC Capital, LLC claimed an exemption from 17 C.F.R. §240.15c3-3: (k)(2)(ii) (the "exemption provisions") and (2) SOLIC Capital, LLC stated that SOLIC Capital, LLC met the identified exemption provisions throughout the most recent fiscal year without exception. SOLIC Capital's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about SOLIC Capital's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the provisions set forth in paragraph (k)(2)(ii) of Rule 15c3-3 under the Securities Exchange Act of 1934.

A handwritten signature in cursive script that reads 'Paritz &amp; Company, P.A.'.

Hackensack, NJ

February 11, 2015

**SOLIC CAPITAL, LLC**

**SCHEDULE I – COMPUTATION OF AGGREGATE INDEBTEDNESS  
AND NET CAPITAL PURSUANT TO RULE 15c3-1 OF THE SECURITIES  
AND EXCHANGE COMMISSION**

**SCHEDULE II – STATEMENT PURSUANT TO RULE 17a-5(d)(2) OF THE  
SECURITIES AND EXCHANGE COMMISSION**

**SCHEDULE III – COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS  
AND INFORMATION RELATING TO POSSESSION OF CONTROL REQUIREMENTS  
UNDER RULE 15c3-3 OF THE SECURITIES AND EXCHANGE COMMISSION**

**INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL REQUIRED BY SEC RULE  
17a-5**

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**SOLIC CAPITAL, LLC**  
**SCHEDULE I**  
**COMPUTATION OF AGGREGATE INDEBTEDNESS AND**  
**NET CAPITAL PURSUANT TO RULE 15c3-1**  
**OF THE SECURITIES AND EXCHANGE COMMISSION**

DECEMBER 31, 2014

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**Computation of net capital**

Total member's capital from statement of financial condition	\$332,512
Less – Non-allowable assets	\$203,333
<b>Net capital</b>	<u><b>129,179</b></u>

Minimum net capital requirement (pursuant to Rule 15c3-1(a)(4))	<u>5,000</u>
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Net capital in excess of requirement	<u>\$124,179</u>
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Ratio of aggregate indebtedness to net capital	<u>5%</u>
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**Aggregate indebtedness (1)**

(1) The Company had liabilities of \$6,500 as of December 31, 2014

The above computation does not differ materially from the computation of net capital under Rule 15c3-1 as of December 31, 2014 filed by SOLIC Capital, LLX in its Form X-17A-S with the Financial Industry Regulation Authority ("FINRA") on January 27, 2015



**SOLIC CAPITAL, LLC**  
**SCHEDULE II**  
**STATEMENT PURSUANT TO RULE 17a-5(d)(2) OF THE**  
**SECURITIES AND EXCHANGE COMMISSION**

**DECEMBER 31, 2014**

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The Company had no liability subordinated to claims of general creditors as of January 1, 2014. In addition, there were none in existence during the year ended December 31, 2014 and, accordingly, there are no changes to report.

**SOLIC CAPITAL, LLC**  
**SCHEDULE III**  
**COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS**  
**AND INFORMATION RELATING TO POSSESSION OF CONTROL REQUIREMENTS**  
**UNDER RULE 15c3-3 OF THE SECURITIES AND EXCHANGE COMMISSION**

DECEMBER 31, 2014

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**COMPUTATION FOR DETERMINATION OF RESERVE REQUIREMENTS**

The Company operates under the exemptive provisions of paragraph (k)(2)(ii) of SEC Rule 15c3-3.  
The Company has no customers.

**INFORMATION RELATING TO POSSESSION OR CONTROL REQUIREMENTS**

The Company has complied with the exemptive requirements of Rule 15c3-3 and did not maintain possession or control of any customer funds or securities as of December 31, 2014.